

Filing Fee \$150.00

State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE

CORPORATIONS DIVISION

100 NORTH MAIN STREET

PROVIDENCE, RI 02903

PROFESSIONAL SERVICE

BUSINESS CORPORATION

Corp. ID #

80980

ORIGINAL ARTICLES OF INCORPORATION

The undersigned acting as incorporator(s) of a corporation under Chapter 7-1.1 of the General Laws, 1956, as amended, adopt(s) the following Articles of Incorporation for such corporation:

FIRST. The name of the corporation is Durkee & Brown Architects, Inc.

(A close corporation pursuant to §7-1.1-51 of the General Laws, 1956, as amended) (strike if inapplicable)

SECOND. The period of its duration is (if perpetual, so state) Perpetual

THIRD. The purpose or purposes for which the corporation is organized are:

To conduct, operate, perform and carry out general architectural design services, interior space planning and design, construction estimating and feasibility studies, site analysis and planning, furniture and display design and urban planning; to provide management and/or consulting services related to the above; to conduct any and all activities deemed necessary, desirable and/or ancillary in connection with any or all of the above-described matters; to transact such other lawful business as shall be permissible under the Rhode Island business corporation act, as the same may be amended from time to time.

AUG 23 12 35 PM '94

FILED

AUG 24 1994

BY 1259127985

FOURTH. The aggregate number of shares which the corporation shall have authority to issue is:

(a) If only one class: Total number of shares100.....

(If the authorized shares are to consist of one class only, state the par value of such shares or a statement that all of such shares are to be without par value.)

All such shares shall be without par value

or

(b) If more than one class: Total number of shares

(State (A) the number of shares of each class thereof that are to have a par value and the par value of each share of each such class, and/or (B) the number of such shares that are to be without par value, and (C) a statement of all or any of the designations and the powers, preferences and rights, including voting rights, and the qualifications, limitations or restrictions thereof, which are permitted by the provisions of title 7 of the General Laws in respect of any class or classes of stock of the corporation and the fixing of which by the articles of association is desired, and an express grant of such authority as it may then be desired to grant to the board of directors to fix by vote or votes any thereof that may be desired but which shall not be fixed by the articles.)

FIFTH. Provisions (if any) dealing with the preemptive right of shareholders pursuant to §7-1.1-24 of the General Laws, 1956, as amended:

The shareholders of the corporation shall be entitled to a preemptive right, for a period of thirty (30) days, to subscribe for, purchase, or otherwise acquire in the proportions which their holdings of the shares of the common stock of the corporation bear to the outstanding common stock, any shares of the same class of the corporation or any equity and/or voting shares of any class of the corporation which the corporation proposes to issue, or any rights or options which the corporation proposes to grant for the purchase of shares of the same class of the corporation or of equity and/or voting shares of any class of the corporation or for the purchase of any shares, bonds, securities, or obligations of the corporation which are convertible into or exchangeable for, or which carry any rights, to subscribe for, purchase, or otherwise acquire shares of the same class of the corporation or equity and/or voting shares of any class of the corporation, whether now or hereafter authorized or created, whether having unissued or treasury status, and whether the proposed issue, reissue, transfer, or grant is for cash, property, or any other lawful consideration. The preemptive rights granted herein shall be deemed waived by any shareholder who does not so exercise them and pay for the shares, rights, options, bonds, securities or obligations within said thirty (30) days of receipt of notice in writing from the corporation stating the prices, terms and conditions of the offering. After the expiration of said thirty (30) days, any and all of such shares, rights, options, bonds, securities or obligations of the corporation may be issued, reissued, transferred, or granted by the corporation, as the case may be, to such persons, firms, corporations and associations, and for such lawful consideration, and on such terms as the corporation in its discretion may determine. As used herein, the terms "equity shares" and "voting shares" shall mean, respectively, shares which confer unlimited dividend rights and shares which confer unlimited voting rights.

SIXTH. Provisions (if any) for the regulation of the internal affairs of the corporation:

The corporation may, from time to time, and in conformity with the provisions of the Rhode Island Business Corporation Act, distribute to its shareholders, directly or by the purchase of its own shares, a portion of its assets, in cash or property out of the unreserved and unrestricted capital surplus of the corporation.

SEVENTH. The address of the initial registered office of the corporation is 741 Westminster Street, Providence, R.I. 02903 (add Zip Code) and the names of its initial registered agent at such address^{are} Douglas L. Brown DLB

Signature of registered agent

EIGHTH. The number of directors constituting the initial board of directors of the corporation is 2 and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

(If this is a close corporation pursuant to §7-1.1-51 of the General Laws, 1956, as amended, state the name(s) and address(es) of the officers of the corporation.)

Name	Address
L. Stephen Durkee, President	22 Harrison Street, Providence, RI 02901
L. Stephen Durkee, Secretary	(same as above)
Douglas L. Brown, Vice President	35 Eldredge Ave., E. Greenwich, RI 02818
Douglas L. Brown, Treasurer	(same as above)

NINTH. The name and address of each incorporator is:

Name	Address
L. Stephen Durkee	22 Harrison Street, Providence, RI 02901
Douglas L. Brown	35 Eldredge Ave., E. Greenwich, RI 02818

TENTH. Date when corporate existence to begin (not more than 30 days after filing of these articles of incorporation):

August 24^{HEIDB}, 1994

Dated August 15, 1994

Signature of each incorporator

Signature of Douglas L. Brown

STATE OF RHODE ISLAND } City
COUNTY OF Providence } In the Town } of Providence

in said county this Fifteenth day of August, A.D. 19 94

then personally appeared before me L. Stephen Suckee and
Douglas A. Brown

each and all known to me and known by me to be the parties executing the foregoing instrument, and they severally acknowledged said instrument by them subscribed to be their free act and deed.

Hiram L. Holden
Notary Public NOTARY PUBLIC
exp. 5-10-95

SECOND CERTIFICATE OF INSURANCE

ISSUE DATE: 08/23/94

PRODUCER () F.M. JACKSON ASSOCIATES, INC. 95 WILCOTT HILL ROAD WETHERSFIELD, CT 06109-1242 (203) 257-4555	THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW.
COMPANIES AFFORDING COVERAGE	
INSURED DURKEE & BROWN ARCHITECTS 741 WESTMINSTER STREET PROVIDENCE, RI 02903	COMPANY LETTER A SECURITY INSURANCE CO OF HARTFORD/SPIC
	COMPANY LETTER B
	COMPANY LETTER C
	COMPANY LETTER D
	COMPANY LETTER E

COVERAGES

THIS IS TO CERTIFY THAT POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED, NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN. THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS, AND CONDITIONS OF SUCH POLICIES

CO LTR	TYPE OF INSURANCE	POLICY NUMBER	POLICY EFFECTIVE DATE (MM/DD/YY)	POLICY EXPIRATION DATE (MM/DD/YY)	ALL LIMITS IN THOUSANDS	
	GENERAL LIABILITY () COMMERCIAL GENERAL LIABILITY () CLAIMS MADE () OCCURRENCE () OWNER'S & CONTRACTORS PROTECTI ()				GENERAL AGGREGATE \$ PROD COMP OPS AGGR \$ PERSONAL & ADV INJURY \$ EACH OCCURRENCE \$ FIRE DAMAGE (ONE FIRE) \$ MEDICAL EXP (1 PERSON) \$	
	AUTOMOBILE LIABILITY () ANY AUTO () ALL OWNED AUTOS () SCHEDULED AUTOS () HIRED AUTOS () NON-OWNED AUTOS () GARAGE LIABILITY				COL BODILY INJURY (PER PERSON) \$ BODILY INJURY (PER ACCIDENT) \$ PROPERTY DAMAGE \$	
	EXCESS LIABILITY () OTHER THAN UMBRELLA FORM				EACH OCCURRENCE \$ AGGREGATE \$	
	WORKERS' COMPENSATION AND EMPLOYERS' LIABILITY				STATUTORY \$ (EACH ACCIDENT) \$ (DISEASE POL) \$ (DISEASE EACH EMP)	
A	OTHER PROFESSIONAL LIABILITY	PL001626	7/15/94	7/15/95	\$ 500, EA. CLAIM \$ 500, IN THE AGGREGATE, WITH A 5. EA. CLAIM DEDUCTIBLE.	

DESCRIPTION OF OPERATIONS/LOCATIONS/VEHICLES/RESTRICTIONS/SPECIAL ITEMS
FOR PROFESSIONAL LIABILITY COVERAGE, THE AGGREGATE LIMIT IS THE TOTAL INSURANCE AVAILABLE FOR CLAIMS PRESENTED WITHIN THE POLICY PERIOD FOR ALL OPERATIONS OF THE INSURED. THIS LIMIT WILL BE REDUCED BY PAYMENTS OF CLAIMS & EXPENSES. THIS INSURANCE IS NOT FOR A SPECIFIC PROJECT.

CERTIFICATE HOLDER

CANCELLATION

STATE OF RHODE ISLAND
SECRETARY OF STATE
NORTH MAIN STREET
PROVIDENCE, RI

SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, THE ISSUING COMPANY WILL ENDEAVOR TO MAIL DAYS WRITTEN NOTICE TO THE CERTIFICATE HOLDER NAMED TO THE LEFT, BUT FAILURE TO MAIL SUCH NOTICE SHALL IMPOSE NO OBLIGATION OR LIABILITY OF ANY KIND UPON THE COMPANY, ITS AGENTS OR REPRESENTATIVES.

AUTHORIZED REPRESENTATIVE

ACORD CERTIFICATE OF INSURANCE

ISSUE DATE: 08/23/94

PRODUCER F.M. JACKSON ASSOCIATES, INC. 95 WILCOTT HILL ROAD WETHERSFIELD, CT 06109-1242 12031 257-4555	THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW.
	COMPANIES AFFORDING COVERAGE
	COMPANY LETTER A SECURITY INSURANCE CO OF HARTFORD/DPIC
	COMPANY LETTER B
	COMPANY LETTER C
	COMPANY LETTER D
	COMPANY LETTER E

INSURED
DURKEE & BROWN ARCHITECTS
741 WESTMINSTER STREET
PROVIDENCE, RI 02903

COVERAGES

THIS IS TO CERTIFY THAT POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED, NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN. THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS, AND CONDITIONS OF SUCH POLICIES

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	GENERAL LIABILITY [] COMMERCIAL GENERAL LIABILITY [] CLAIMS MADE [] OCCURRENCE [] OWNER'S & CONTRACTORS PROTECTI []				GENERAL AGGREGATE \$ PROD COMP/OPS AGGP \$ PERSONAL & ADV INJURY \$ EACH OCCURRENCE FIRE DAMAGE (ONE FIRE) \$ MEDICAL EXP (1 PERSON) \$	
	AUTOMOBILE LIABILITY [] ANY AUTO [] ALL OWNED AUTOS [] SCHEDULED AUTOS [] HIRED AUTOS [] NON-OWNED AUTOS [] GARAGE LIABILITY				CSL BODILY INJURY (PER PERSON) \$ BODILY INJURY (PER ACCIDENT) \$ PROPERTY DAMAGE \$	
	EXCESS LIABILITY [] OTHER THAN UMBRELLA FORM				EACH OCCURRENCE \$ AGGREGATE \$	
	WORKERS' COMPENSATION AND EMPLOYERS' LIABILITY				STATUTORY \$ (EACH ACCIDENT) \$ (DISEASE POL) \$ (DISEASE EACH EMP)	
A	OTHER PROFESSIONAL LIABILITY	PL001628	7/15/94	7/15/95	\$ 500. EA. CLAIM \$ 500. IN THE AGGREGATE, WITH A 5. EA. CLAIM DEDUCTIBLE.	

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CERTIFICATE HOLDER STATE OF RHODE ISLAND SECRETARY OF STATE NORTH MAIN STREET PROVIDENCE, RI	CANCELLATION SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, THE ISSUING COMPANY WILL ENDEAVOR TO MAIL DAYS WRITTEN NOTICE TO THE CERTIFICATE HOLDER NAMED TO THE LEFT, BUT FAILURE TO MAIL SUCH NOTICE SHALL IMPOSE NO OBLIGATION OR LIABILITY OF ANY KIND UPON THE COMPANY, ITS AGENTS OR REPRESENTATIVES. AUTHORIZED REPRESENTATIVE <i>[Signature]</i>
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